

1 Jack DiCanio (SBN 138782)  
 2 Caroline Van Ness (SBN 281675)  
 3 SKADDEN, ARPS, SLATE, MEAGHER &  
 4 FLOM LLP  
 5 525 University Avenue  
 6 Palo Alto, California 94301  
 7 Telephone: (650) 470-4500  
 8 Facsimile: (650) 470-4570  
 9 Email: jack.dicanio@skadden.com  
 10 Email: caroline.vanness@skadden.com

11 Steven C. Sunshine (*pro hac vice*)  
 12 Julia K. York (*pro hac vice*)  
 13 SKADDEN, ARPS, SLATE, MEAGHER &  
 14 FLOM LLP  
 15 1440 New York Avenue, N.W.  
 16 Washington, DC 20005-2111  
 17 Telephone: (202) 371-7000  
 18 Facsimile: (202) 393-5760  
 19 Email: steven.sunshine@skadden.com  
 20 Email: julia.york@skadden.com

21 *Counsel for Defendant Activision Blizzard, Inc.*

22  
23  
24  
25  
26  
27  
28

**UNITED STATES DISTRICT COURT  
 NORTHERN DISTRICT OF CALIFORNIA  
 SAN FRANCISCO DIVISION**

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

MICROSOFT CORPORATION and  
 ACTIVISION BLIZZARD, INC.,

Defendants.

Case No. 3:22-cv-02880-JSC

**(1) AMENDED ADMINISTRATIVE  
 MOTION SEEKING *IN CAMERA*  
 TREATMENT OF CERTAIN EXHIBITS  
 PURSUANT TO CIVIL L.R. 7-11 AND 79-5;  
 and  
 (2) DECLARATION OF PAGE ROBINSON  
 IN SUPPORT THEREOF**

Date: TBA  
 Time: TBA  
 Dept.: Courtroom 8—19th Floor  
 Judge: Honorable Jacqueline S. Corley

Pursuant to Civil Local Rules 7-11 and 79-5 and the June 14th Order Re: Evidentiary Hearing on Preliminary Injunction Motion (ECF No. 76) (“Order”), Defendant Activision Blizzard, Inc. (“Activision”) does respectfully move this Court to seal from public disclosure and permit *in camera* treatment of certain exhibits that appear on Plaintiff Federal Trade Commission (“FTC”) and Defendants’ (collectively, the “Parties”) exhibit lists.

On June 14, 2023, the Court issued an Order directing the Parties, among other things, to identify “each exhibit each party intends to offer at the evidentiary hearing either through a witness declaration or live testimony,” including “which exhibits are subject to a confidentiality designation and where on the docket the Court can locate a declaration in support of sealing as required by Local Rule 79-5.” Order, at Section A.2. On June 18, 19 and 21, 2023, the Parties exchanged their respective exhibit lists, which identify exhibits that the Parties plan to introduce during the evidentiary hearing.

Activision is filing this Amended Administrative Motion, which replaces the Administrative Motion filed at ECF 148, to provide the legal bases for sealing the exhibits that appear on the Parties’ lists at PX7000, PX7001, PX7004, PX7006, PX7008, PX7030, PX7033, PX7035, PX7038, PX7039 and PX7052.

As described in detail herein, many of the exhibits on the Parties’ lists contain highly sensitive and proprietary business information that would injure Activision if made publicly available. The following table describes the highly confidential material found in the exhibits identified in the Parties’ exhibit lists and the specific bases supporting sealing of the information. *See* Civ. L.R. 79-5(c). The proposed sealing reflects Activision’s good-faith efforts to narrowly seek sealing of only that information which is competitively sensitive and contained in internal documents, the public disclosure of which would cause injury to Activision that cannot be avoided through any more restrictive alternative means:<sup>1</sup>

---

<sup>1</sup> Activision is filing this motion one day after the parties’ completed the exchange of their respective exhibit lists, which collectively contain 834 exhibits. Activision is continuing to review the exhibits for the purpose of identifying the contents thereof that warrant sealing, and further attempting to narrow the request for confidential treatment. Activision will file a further amended Administrative Motion should it determine through its ongoing review that it can further narrow its sealing request.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
<b>FTC's Exhibit List</b>			
PX0004	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX0060	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX0079	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2002	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2006	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.
PX2008	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX2017	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX2049	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2073	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2082	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships,

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2083	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2093	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2094	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2104	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2107	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2113	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2115	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2133	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2138	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses,



Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2139	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2157	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2159	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2160	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2167	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2170	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, business partnerships and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX2183	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2186	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2189	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX2197	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX2198	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2199	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX2203	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2265	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2282	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2283	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, assessment of the competitive

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			landscape, business partnerships, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2285	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2288	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.
PX2391	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2392	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2393	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX2396	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX2406	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, and business partnerships, which could be used to injure Activision if made publicly available.
PX2410	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic evaluation of forward-looking

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			opportunities, which could be used to injure Activision if made publicly available.
PX2415	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2419	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2421	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.



Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX2443	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7000	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX70001	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7004	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX7006	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7008	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7030	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7033	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX7035	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7038	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7039	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7052	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
<b>Defendants' Exhibit List</b>			

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
RX1001	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1002	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, revenue figures and projections, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1006	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal business strategy and analysis, which could be used to injure Activision if made publicly available.
RX1008	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses,

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1011	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1012	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1013	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			available.
RX1015	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1016	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1017	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal business strategy, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
RX1018	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1019	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1020	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1021	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses,

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1022	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1024	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1026	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic



Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1027	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1030	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
RX1031	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1032	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1033	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			could be used to injure Activision if made publicly available.
RX1036	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1038	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1041	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1042	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1044	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
RX1047	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1048	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1259	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1260	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1273	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1275	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1276	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1281	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, which could be used to injure Activision if made publicly available.
RX1282	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1284	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1285	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1286	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.
RX1289	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if



Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			made publicly available.
RX1296	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1305	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1308	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1310	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX3000	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
RX3001	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX3006	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX3008	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX3011	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX3012	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX3095	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX3101	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5004	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5005	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5006	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5007	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5008	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5009	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5010	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5023	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
RX5027	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX5028	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX5029	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.



Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
RX5030	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX5042	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

### **ARGUMENT**

#### **I. *In Camera* Treatment of the Exhibits Is Warranted Under Ninth Circuit Precedent as They Contain Activision's Confidential Business Information**

The above-mentioned exhibits contain competitively sensitive business information and warrant *in camera* treatment at the evidentiary hearing. In the Ninth Circuit, “[p]arties seeking to seal judicial records relating to motions that are ‘more than tangentially related to the underlying cause of action,’ bear the burden of overcoming the presumption with ‘compelling reasons supported by specific factual findings that outweigh the general history of access and the public policies favoring disclosure.’” *Lenovo (United States) Inc. v. IPCOM GmbH & Co., KG*, 2022 WL 2313948, at \*1 (N.D. Cal. Jun. 28, 2022);

1 *see also Kamakana v. City & County of Honolulu*, 447 F.3d 1172, 1179 (9th Cir. 2006) (“[T]he court  
 2 must ‘conscientiously [] balance the competing interests’ of the public and the party who seeks to keep  
 3 certain judicial records secret.”). Courts in this Circuit regularly find that sealing is warranted where  
 4 the records or information that are sought to be sealed could be used “as sources of business information  
 5 that might harm a litigant’s competitive standing.” *Nixon v. Warner Commc’ns, Inc.*, 435 U.S. 589, 598  
 6 (1978); *see also In re Elec. Arts, Inc.*, 298 F. App’x 568, 569 (9th Cir. 2008) (same); *Velasco v. Chrysler*  
 7 *Grp. LLC*, No. CV 13-08080 DDP (VBK), 2017 WL 445241, at \*2 (C.D. Cal. Jan. 30, 2017) (stating  
 8 that “district courts in this Circuit have sealed records containing ‘information about proprietary business  
 9 operations, a company’s business mode or agreements with clients,’ [and] ‘internal policies and  
 10 strategies’”) (internal citations omitted).

11 “The Ninth Circuit has explained that ‘in general, compelling reasons sufficient to outweigh the  
 12 public’s interest in disclosure and justify sealing court records exist when such court files might have  
 13 become a vehicle for improper purposes, such as the use of records to . . . release trade secrets.’” *Velasco*,  
 14 2017 WL 445241, at \*2 (quoting *Elec. Arts*, 298 F. App’x at 569); *see also Elec. Arts*, 298 F. App’x at  
 15 569 (“A ‘trade secret may consist of any formula, pattern, device or compilation of information which  
 16 is used in one’s business, and which gives him an opportunity to obtain an advantage over competitors  
 17 who do not know or use it.’”) (citation omitted). A court has “broad latitude” to grant protective orders  
 18 to prevent disclosure of “many types of information, including, but not limited to, trade secrets or other  
 19 confidential research, development, or commercial information.” *Phillips ex rel. Estates of Byrd v. Gen.*  
 20 *Motors Corp.*, 307 F.3d 1206, 1211 (9th Cir. 2002).

21 In determining whether a document should be filed under seal, courts consider, among other  
 22 things, the measures taken to guard the information’s secrecy and the value of the information to the  
 23 business or its competitors. *E.g., Phillips ex rel. Estates of Byrd v. Gen. Motors Corp.*, 307 F.3d 1206,  
 24 1212 (9th Cir. 2002). Here, Activision seeks *in camera* treatment of only the exhibits on Defendants’  
 25 and the FTC’s exhibit lists that reference and reflect, among other things, confidential, proprietary  
 26 information relating to Activision’s internal decision-making processes, investment decisions, strategic  
 27 evaluation of forward-looking opportunities, market share analyses, assessment of the competitive  
 28 landscape, business partnerships, terms of existing confidential agreements, revenue figures and

1 projections, and internal presentations discussing business strategy. The disclosure of this information  
 2 could be used to injure Activision if made publicly available.

## 3 **II. *In Camera* Treatment of the Exhibits Is Necessary to Protect Defendants' Confidential and** 4 **Proprietary Business Information**

5 Activision seeks *in camera* treatment of the above-mentioned exhibits, which contain  
 6 Activision's non-public and highly sensitive information. Examples of such confidential information  
 7 include, but are not limited to, Activision's internal decision-making processes, investment decisions,  
 8 strategic evaluation of forward-looking opportunities, market share analyses, assessment of the  
 9 competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures  
 10 and projections, and internal presentations discussing business strategy. Disclosure of this information  
 11 would provide Activision's competitors with private data about Activision's performance and business  
 12 strategy, which could harm Activision's competitive standing. *See Cont'l Auto. Sys. v. Avanci, LLC*,  
 13 No. 19-cv-02520-LHK, 2019 WL 6612012, at \*4 (N.D. Cal. Dec. 5, 2019). As set forth in the supporting  
 14 Declaration of Page Robinson, Activision actively seeks to maintain the secrecy of the types of  
 15 confidential information contained in the parties' exhibit lists. Thus, the unsealing of this highly  
 16 confidential and sensitive information would cause injury to Defendants that cannot be avoided through  
 17 less restrictive alternatives. (*See* Decl. of Page Robinson, ¶¶ 5.)

18 Finally, Activision provided the FTC with confidential business information cited in the  
 19 Opposition and supporting materials pursuant to the statutory and regulatory guarantees of  
 20 confidentiality contained in the Hart-Scott-Rodino Act or the FTC Act. *See* 15 U.S.C. §§ 18a(h), 46(f),  
 21 57b-2(b), 57b-2(c); 6 C.F.R. § 4.10(d)-(g). In similar cases, the FTC has acknowledged the need to  
 22 maintain the confidentiality of a party's confidential business information that has been provided to the  
 23 FTC via a regulatory request. *See, e.g., FTC v. Lockheed Martin Corp.*, 2022 WL 1446650, at \*2 (D.D.C.  
 24 Jan. 25, 2022) ("According to the FTC, sealing the complaint is appropriate . . . because the filing  
 25 includes confidential information submitted . . . pursuant to 'statutory and regulatory guarantees of  
 26 confidentiality.' . . . The requested sealing covers only confidential information and is, according to the  
 27 FTC, required by regulation.").

## 28 **III. Conclusion**

1 As stated above, compelling reasons justify Activision's request for *in camera* treatment of the  
2 Activision's confidential business information contained in the above-mentioned exhibits. Activision  
3 therefore respectfully request that this Court grant its Amended Administrative Motion. In compliance  
4 with Civil Local Rule 79-5(d), redacted and unredacted versions of the Exhibits warranting *in camera*  
5 treatment accompany this Amended Administrative Motion. In accordance with Civil Local Rule 7-11,  
6 Activision has also filed a Proposed Order herewith.

7 //

8 //

9 //

10 //

11 //

12 //

13 //

14 //

15 //

16 //

17

18

19

20

21

22

23

24

25

26

27

28

1 DATED: June 21, 2023

By: /s/ Caroline Van Ness

2 Caroline Van Ness (SBN 281675)  
3 SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
4 525 University Avenue  
5 Palo Alto, California 94301  
6 Telephone: (650) 470-4500  
7 Facsimile: (213) 621-5430  
8 Email: caroline.vanness@skadden.com

9 Steven C. Sunshine (*pro hac vice*)  
10 Julia K. York (*pro hac vice*)  
11 SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
12 1440 New York Avenue, N.W.  
13 Washington, DC 20005-2111  
14 Telephone: (202) 371-7000  
15 Facsimile: (202) 393-5760  
16 Email: steven.sunshine@skadden.com  
17 Email: julia.york@skadden.com

18 Michael J. Sheerin (*pro hac vice*)  
19 Evan R. Kreiner (*pro hac vice*)  
20 SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
21 1 Manhattan West  
22 New York, NY 10001  
23 Telephone: (212) 735-3000  
24 Fax: (212) 735-2000  
25 Email: michael.sheerin@skadden.com  
26 Email: evan.kreiner@skadden.com  
27 *Counsel for Defendant Activision Blizzard, Inc.*  
28